

BELDEN INC.
Form 4
August 12, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
STAPLES CATHY O

(Last) (First) (Middle)
7701 FORSYTH BOULEVARD,
SUITE 800
(Street)

ST. LOUIS, MO 63105

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BELDEN INC. [BDC]

3. Date of Earliest Transaction
(Month/Day/Year)
08/12/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Human Resources

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/12/2008		M		4,986	A	\$ 20.0625
Common Stock	08/12/2008		S		100	D	\$ 41.12
Common Stock	08/12/2008		S		100	D	\$ 41.13
Common Stock	08/12/2008		S		700	D	\$ 41.15
Common Stock	08/12/2008		S		600	D	\$ 41.17

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Common Stock	08/12/2008	S	1,300	D	\$ 41.18	39,246	D
Common Stock	08/12/2008	S	100	D	\$ 41.19	39,146	D
Common Stock	08/12/2008	S	100	D	\$ 41.2	39,046	D
Common Stock	08/12/2008	S	300	D	\$ 41.21	38,746	D
Common Stock	08/12/2008	S	600	D	\$ 41.22	38,146	D
Common Stock	08/12/2008	S	2	D	\$ 41.22	38,144	D
Common Stock	08/12/2008	S	100	D	\$ 41.23	38,044	D
Common Stock	08/12/2008	S	400	D	\$ 41.26	37,644	D
Common Stock	08/12/2008	S	384	D	\$ 41.27	37,260	D
Common Stock	08/12/2008	S	100	D	\$ 41.29	37,160	D
Common Stock	08/12/2008	S	100	D	\$ 41.3	37,060	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
	\$ 20.0625	08/12/2008		M	4,986	01/05/2002 01/05/2009		4,986

Stock
Options

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STAPLES CATHY O 7701 FORSYTH BOULEVARD, SUITE 800 ST. LOUIS, MO 63105			VP, Human Resources	

Signatures

/s/ Cathy O.
Staples

08/12/2008

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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